(Requestor's Name)				
(Address)				
(Address)				
(City/State/Zip/Phone #)				
PICK-UP WAIT MAIL				
(Business Entity Name)				
•				
(Document Number)				
Certified Copies Certificates of Status				
Special Instructions to Filing Officer:				
L. SELLERS				
MAY 2 8 2009				
EXAMINER				
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Bank of America Tower 50 North Laura Street, Suite 2600 - a Jacksonville, Florida 32202

Tel: 904 598-6100 Fax: 904 598-6300 www.sgrlaw.com

SMITH, GAMBRELL & RUSSELL, LLP

Attorneys at Law

Kathy M. Hennessey

Direct Tel: 904-598-6134 Direct Fax: 904-598-6234 khennessey@sgrkw.com

May 26, 2009

### VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Conversions

Ladies and Gentlemen:

Enclosed for filing with the Division of Corporations are eight Certificates of Conversion with attached Articles of Organization, as well as a check made payable to the Florida Department of State in the amount of \$1,440.00 to cover the filing fees and certified copy fees for all eight Certificates of Conversion.

Please do not hesitate to contact us if you have any questions concerning the attached documents.

Thank you.

Sincerely,

Kathy M. Hennessey

Paralegal

Enclosures



### **COVER LETTER**

Registration Section
Division of Corporations

TO:

SUBJECT: Coast	al Capital Market			
	(Name of Resulting	Florida Limited Company	)	
	isiness Entity" into a '	rticles of Organization, 'Florida Limited Liabil		
Please return all corr	espondence concernin	g this matter to:		
Pamela M. Brown				
	(Contact Person)			
Smith, Gambrell & Rus	sell, LLP			
	(Firm/Company)			
50 N. Laura Street, Su	ite 2600			
	(Address)			
Jacksonville, FL 32202				
(6	City, State and Zip Code)			
For further informati	on concerning this ma	tter, please call:		
Pamela M. Brown		_at (904) 598-6136		
(Name of Conta	ct Person)	(Area Code and Da	ytime Telephone	Number)
Enclosed is a check f	for the following amou	int:		
\$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)	\$155.00 Filing Fees and Certificate of Status	\$180.00 Filing Fees and Certified Copy	\$185.00 Fili Certified Copy Certificate of S	, and
STREET ADDRESS:		MAILING ADDRESS:		
Registration Section		Registration Section		
Division of Corporations		Division of Corporations		
Clifton Building 2661 Executive Center Circle		P. O. Box 6327 Tallahassee, FL 32314		9550
Tallahassee, FL 323		i ananassee, i	11. 32314	ANSSERVY ANSTER

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### **CERTIFICATE OF CONVERSION**

## for COASTAL CAPITAL MARKETS INC., a Florida corporation

# into COASTAL CAPITAL MARKETS, LLC, a Florida limited liability company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida limited liability company in accordance with Florida Statutes Section 608.439 of the Florida Statutes.

- 1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Coastal Capital Markets Inc.
- 2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on September 17, 2007.
- 3. The jurisdiction of the "Other Business Entity" has not changed.
- 4. The name of the Florida limited liability company as set forth in the attached Articles of Organization is Coastal Capital Markets, LLC, a Florida limited liability company.
- 5. The effective date of this Certificate of Conversion is May 27, 2009.

Signed this 26th day of May, 2009.

COASTAL CAPITAL MARKETS, LLC, a Florida limited liability company

By: Legendary Holding, Inc., a Florida corporation, its managing member

Peter H. Bos, Chairman and CEO

COASTAL CAPITAL-MARKETS INC., a Florida corporation

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Peter H. Bos, Chairman and CEO

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#### **ARTICLES OF ORGANIZATION**

**OF** 

#### COASTAL CAPITAL MARKETS, LLC

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

#### ARTICLE 1 NAME

The name of the limited liability company is COASTAL CAPITAL MARKETS, LLC.

### ARTICLE II ADDRESS

The mailing address and street address of the principal place of business of the Company is:

4100 Legendary Drive, Suite 200 Destin, Florida 32541

### ARTICLE III REGISTERED AGENT AND OFFICE

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 4100 Legendary Drive, Suite 200, Destin, Florida 32541. The name of the initial Registered Agent of this Corporation at the above address shall be Mitchell W. Legler.

### ARTICLE IV MANAGEMENT

The Company is to be managed by the manager and is, therefore, a manager-managed company.

**IN WITNESS WHEREOF**, the undersigned person has executed these Articles of Organization this 26<sup>th</sup> day of May, 2009.

MEMBER:

Legendary Holding, Inc., a Florida corporation

Peter H. Bos, Chairman and CEO

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